



18th July 2018

Corporate Relationship Dept.
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400001

Dear Sir/ Madam,

Sub: Submission of voting results and Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Ref: Security Code- 522134

In continuation to the Outcome of Annual General Meeting (AGM) dated 17th July 2018 and in compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation as **Annexure - 1**.
2. Report of the Scrutinizer dated 18th July 2018, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 (4) of the Companies (Management and Administration) Rules, 2014 as **Annexure - 2**.

The same shall also be available on the website of the Company at www.artson.net.

Kindly take this on your records.

Thanking You

Yours Truly,
For **Artson Engineering Limited**


Deepak Tibrewal
Company Secretary
FCS 8925



Encl: as above

Registered Office:

2nd Floor, Transocean House, Lake Boulevard Road,
Hiranandani Business Park, Powai, Mumbai - 400 076,
M.H., India. Tel: +91-22-6625 5600, Fax: 6625 5614

ARTSON ENGINEERING LIMITED

(A subsidiary of **TATA PROJECTS LIMITED**)

CIN: L27290MH1978PLC020644
E-mail: artson@artson.net, Website: www.artson.net

Corporate Office:

Ground Floor, Mithona Towers-1, 1-7-80 to 87,
Prenderghast Road, Secunderabad - 500 003,
T.S., India. Tel: +91-40-6601 8175

Artson Engineering Limited									
Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and the Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		27690000	100.0000	27690000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	27690000	0	0.0000	0	0	0.0000	0.0000	0
	Total		27690000	100.0000	27690000	0	100.0000	0.0000	0
Public Institutions	E-Voting	5045	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	9224955	762389	8.2644	762385	4	99.9995	0.0005	0
	Poll		89342	0.9685	89342	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		851731	9.2329	851727	4	99.9995	0.0005	0
Total		36920000	28541731	77.3070	28541727	4	100.0000	0.0000	0



Artson Engineering Limited										
2 - To appoint a Director in place of Mr. Vinayak K Deshpande (DIN: 00036827), who retires by rotation and, being eligible, offers himself for re-appointment										
No										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	No. of votes Invalid [8]	
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		27690000	100.0000	27690000	0	100.0000	0.0000	0	
Public Institutions	E-Voting	5045	0	0.0000	0	0	0.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	
Public Non Institutions	E-Voting	9224955	762389	8.2644	762385	4	99.9995	0.0005	0	
	Poll		89342	0.9685	89342	0	100.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		851731	9.2329	851727	4	99.9995	0.0005	0	
Total		36920000	28541731	77.3070	28541727	4	100.0000	0.0000	0	



Artson Engineering Limited									
3 - Ratification of appointment of Statutory Auditors To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies									
Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		27690000	100.0000	27690000	0	100.0000	0.0000	0
Public Institutions	E-Voting	5045	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	9224955	762388	8.2644	762385	3	99.9996	0.0004	0
	Poll		89342	0.9685	89342	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		851730	9.2329	851727	3	99.9996	0.0004	0
Total		36920000	28541730	77.3070	28541727	3	100.0000	0.0000	0



Artson Engineering Limited											
4 - Ratification of remuneration payable to the Cost Auditors for the financial year 2018-19 To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies											
Resolution Required : (Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?				No+D22							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid		
Promoter and Promoter Group	E-Voting	[1]	[2]	[3]= {[2]/[1]}*100	[4]	[5]	[6]= {[4]/[2]}*100	[7]= {[5]/[2]}*100	[8]		
	Poll		27690000	100.0000	27690000	0	100.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	Total		27690000	100.0000	27690000	0	100.0000	0.0000	0		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	Total		0	0.0000	0	0	0.0000	0.0000	0		
Public Non Institutions	E-Voting		762389	8.2644	762385	4	99.9995	0.0005	0		
	Poll		89336	0.9684	89336	0	100.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	Total		851725	9.2328	851721	4	99.9995	0.0005	0		
Total		36920000	28541725	77.3069	28541721	4	100.0000	0.0000	0		



Artson Engineering Limited									
5 - Appointment of Mr. Saket Mathur as the Manager of the Company									
To consider and, if thought fit, to pass the following resolution as a Special Resolution:									
"RESOLVED THAT pursuant the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		27690000	100.0000	27690000	0	100.0000	0.0000	0
Public Institutions	E-Voting	5045	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	9224955	762389	8.2644	762385	4	99.9995	0.0005	0
	Poll		89342	0.9685	89336	6	99.9933	0.0067	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		851731	9.2329	851721	10	99.9988	0.0012	0
Total		36920000	28541731	77.3070	28541721	10	100.0000	0.0000	0



Artson Engineering Limited									
6 - To enter into Related Party Transactions with Tata Projects Limited under Section 188 of the Companies Act, 2013, read with Companies (Meeting of the Board and its Powers) Rules, 2014 To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	27690000	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	5045	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	9224955	762389	8.2644	762385	4	99.9995	0.0005	0
	Poll		89342	0.9685	89342	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		851731	9.2329	851727	4	99.9995	0.0005	0
Total		36920000	851731	2.3070	851727	4	99.9995	0.0005	0



Artson Engineering Limited

Artson Engineering Limited									
Resolution Required : (Special)		7 - Determining the fees for delivery document through a particular To consider and, if thought fit, to pass the following resolution a "RESOLVED THAT pursuant to the provisions of section 20 and a							
Whether promoter/ promoter group are interested in the agenda/resolution?		f delivery Resol ble pro							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	tes in votes on votes polled [2])*100	% of Votes against on votes polled [7]=[5]/[2])*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	27690000	27690000	100.0000	27690000		00.0000	0.0000	0
	Poll		0	0.0000	0		0.0000	0.0000	0
	Postal Ballot		0	0.0000	0		0.0000	0.0000	0
	Total		27690000	100.0000	27690000		00.0000	0.0000	0
Public Institutions	E-Voting	5045	0	0.0000	0		0.0000	0.0000	0
	Poll		0	0.0000	0		0.0000	0.0000	0
	Postal Ballot		0	0.0000	0		0.0000	0.0000	0
	Total		0	0.0000	0		0.0000	0.0000	0
Public Non Institutions	E-Voting	9224955	762389	8.2644	762385	4	99.9995	0.0005	0
	Poll		89342	0.9685	89336	6	0.00999933	0.0067	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		851731	9.2329	851721	10	99.9988	0.0012	0
Total		36920000	28541731	77.3070	28541721	10	0.0000	0.0000	0
							99.9988		
							00.0000		



REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the
Companies (Management and Administration) Rules, 2014]

To,
Mr. Vinayak Deshpande
Chairman of 39th Annual General Meeting
Artson Engineering Limited
11th Floor, Hiranandani Knowledge Park,
Technology Street, Powai,
Mumbai 400076

39th Annual General Meeting of the Equity Shareholders of
Artson Engineering Limited held on Tuesday, 17 July 2018 at 3.00 p.m. at the
Seminar Hall, The Victoria Memorial School for the Blind, Opp. Tardeo AC
Market, 73, Tardeo Road, Mumbai 400034

Dear Sir,

1. I, Vishram Narayan Panchpor, Practising Company Secretary [ACS – 20057, CP No. – 13027], was appointed by the Board of Directors of **Artson Engineering Limited** ("the Company") as the Scrutinizer for the purpose of the remote e-voting facility made available to the Members and also at the poll taken on the below mentioned resolutions, at the 39th Annual General Meeting of the Company, held on **Tuesday, 17 July 2018 at 3.00 p.m. at the Seminar Hall, The Victoria Memorial School for the Blind, Opp. Tardeo AC Market, 73, Tardeo Road, Mumbai 400034**, submit my report as under:
2. The management of the Company assumes complete responsibility of ensuring compliance with the provisions of Sections 108 and 109 of the Companies Act, 2013 ("the Act") read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the applicable provisions of the Secretarial Standards and also with the Listing (Obligation & Disclosure Requirements) Regulations, 2015 relating to the remote e-voting and poll process.
3. The Notice dated 26 April 2018 convening the 39th Annual General Meeting of the Members of the Company together with the Explanatory Statement pursuant to Section 102 of the Act and other disclosures were sent to all the Shareholders through email as made available by the Company's Share Registrars and Transfer Agents ("RTA") and also had sent out the physical



Vishram Panchpor

Practising Company Secretary

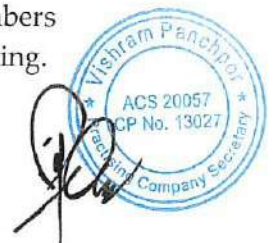
notices through courier in respect of the matters to be considered at the Annual General Meeting. The Notice was also made available in public domain by uploading it on the Company's website.

4. Remote e-voting

- 4.1. The Company had availed remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting Remote E-voting by the Members of the Company.
- 4.2. The Members of the Company holding shares as on the "cut-off date" i.e. **Tuesday, 10 July 2018** were entitled to vote on the Resolutions as set out in Sr. Nos. 1 to 7 of the Notice dated 26 April 2018.
- 4.3. In terms of the Notice dated 26 April 2018 and pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, the remote e-voting period commenced on **Friday, 13 July 2018** at 9.00 a.m. and closed on **Monday, 16 July 2018** at 5.00 p.m. The said facility was blocked thereafter and the votes cast through remote e-voting facility were unblocked after the conclusion of the 30th Annual General Meeting in the presence of Mrs. Aparna Panchpor and Ms. Vaishali Bhat. Both, Mrs. Panchpor and Ms. Bhat were not in the employment of the Company.
- 4.4. At the end of the remote e-voting on 16 July 2018 at 5.00 p.m., the remote e-voting facility viz. NSDL e-voting system was blocked forthwith.
- 4.5. Votes cast through remote e-voting facility by Corporate/ Institutional Members who have emailed the scanned certified true copy of the Board Resolution/ Power of Attorney/ Authority Letter at email ID vnp.scrutinizer@gmail.com, evoting@nsdl.com or who have uploaded on the designated website www.evoting.nsdl.com have been considered valid.
- 4.6. The Resolutions proposed to be considered through remote e-voting were not withdrawn.

5. Poll at the Annual General Meeting

- 5.1. The Company had made arrangements for poll facility for the Members enabling them to cast votes at the venue of the Annual General Meeting.



Vishram Panchpor

Practising Company Secretary

- 5.2. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 5.3. At the 39th Annual General Meeting, the locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 5.4. The poll papers which were incomplete and/ which were otherwise found defective have been treated as Invalid and record of the same has been kept separately.
- 5.5. The votes cast at the 39th Annual General Meeting were first counted immediately after the conclusion of the voting at the said Meeting and thereafter the votes cast through the remote e-voting were unblocked by me on 17 July 2018 in the presence of Mrs. Aparna Panchpor and Ms. Vaishali Bhat who acted as witnesses for the entire process.
6. As a Scrutinizer of the process, my responsibility is restricted to ensure the process to be carried on in fair and transparent manner and to report on the votes cast in 'favour' and 'against' the Resolution Nos. 1 to 7 as comprised in the Notice dated 26 April 2018.
7. Based on the information and records made available by Link Intime (India) Private Limited, the Company's Registrars and Share Transfer Agents, on the Poll conducted at the venue of the Annual General Meeting and based on the records downloaded from the official website of National Securities Depository Limited for the remote e-voting process, I now submit a consolidated result of the votes cast through remote e-voting and the Poll at the 39th Annual general Meeting as under:



- (a) Resolution No. 1 To receive, consider and adopt the Audited Financial Statements as at 31 March 2018, together with Reports of the Board of Directors and the Auditors thereon.

Ordinary Resolution

- (i) Voted **in favour** of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	18	89342	0.31%
Consolidated	30	28541727	100.00%

- (ii) Voted **against** the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	100.00%
Poll	-	-	-
Consolidated	4	4	100.00%

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215



(b) Resolution No. 2

To appoint a Director in place of Mr. Vinayak K. Deshpande (DIN: 00036827), who retires by rotation and being eligible, offers himself for re-election.

Ordinary Resolution

(i) Voted in favour of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	18	89342	0.31%
Total	30	28541727	100.00%

(ii) Voted **against** the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	100.00%
Poll	-	-	-
Total	4	4	100.00%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215




- (c) Resolution No. 3 Ratification of appointment of Statutory Auditors
- Price Waterhouse & Co. Chartered Accountants
LLP, (PWC), as the Statutory Auditors of the
Company

Ordinary Resolution

- (i) Voted in favour of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	18	89342	0.31%
Total	30	28541727	100.00%

- (ii) Voted against the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	100.00%
Poll	-	-	-
Total	3	3	100.00%

- (iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215



- (d) Resolution No. 4 Ratification of remuneration payable to the Cost Auditors for the Financial Year 2018-19

Ordinary Resolution

- (i) Voted **in favour** of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	17	89336	0.31%
Total	29	28541721	100.00%

- (ii) Voted **against** the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	100.00%
Poll	-	-	-
Total	4	4	100.00%

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
9	221



(e) Resolution No. 5

**Appointment of Mr. Saket Mathur as the Manager
of the Company**

Special Resolution

(i) Voted in favour of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	17	89336	0.31%
Total	29	28541721	100.00%

(ii) Voted against the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	40.00%
Poll	1	6	60.00%
Total	5	10	100.00%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215




Vishram Panchpor

Practising Company Secretary

(f) Resolution No. 6

To enter into Related Party Transactions with Tata Projects Limited under Section 188 of the Companies Act, 2013 read with Companies (Meeting of the Board and its Powers) Rule, 2014

Ordinary Resolution

(i) Voted in favour of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	762385	89.51%
Poll	18	89342	10.49%
Total	29	851727	100.00%

(ii) Voted against the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	100.00%
Poll	-	-	-
Total	4	4	100.00%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215

Note: Pursuant to the second proviso to Section 188 (1) of the Companies Act, 2013, Tata Projects Limited, being a Member as well as the Related Party of the Company, was not entitled to vote on this Ordinary Resolution.



- (g) Resolution No. 7 Determining the Fees for delivery of document through a particular mode of delivery to a Member

Ordinary Resolution

- (i) Voted **in favour** of the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	28452385	99.69%
Poll	17	89336	0.31%
Total	29	28541721	100.00%

- (ii) Voted **against** the resolution:

Vote cast through	Number of members	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	40.00%
Poll	1	6	60.00%
Total	5	10	100.00%

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	215

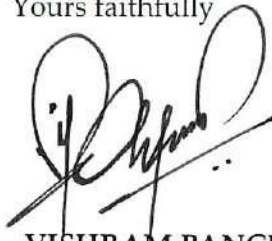


Vishram Panchpor

Practising Company Secretary

1. Based on the above, Resolutions for Item Nos. 1 to 7 of the Notice dated 26 April 2018 of the 39th Annual General Meeting shall deemed to have been approved with the requisite majority.
2. All the poll papers and all other relevant records are in my custody and I will hand over the same to the Chairman or the Company Secretary after the Chairman considers, approves and signs the Minutes of the 39th Annual General Meeting.

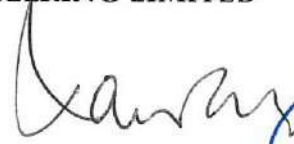
Thanking you,
Yours faithfully



VISHRAM PANCHPOR
Practising Company Secretary
[ACS – 20057, CP No. – 13027]



Countersigned by
For **ARTSON ENGINEERING LIMITED**



Director



Mumbai, 18 July 2018